UNIVERSITY OF BATH

STANDING ORDERS OF COUNCIL

1. MEETINGS OF COUNCIL

(i) There shall be at least four ordinary meetings of Council within each University year, in accordance with a calendar to be approved annually.

(ii) A special meeting may be called at the discretion of the Chair to consider matters to which specific or immediate attention must be given.

(iii) An extraordinary or emergency meeting shall be called if a request for such a meeting, signed by one-third of the members, is submitted to the Secretary of Council. Such a meeting shall take place not less than 48 hours nor more than 14 days after the receipt of such a request.

(iv) Failure to attend any meeting of Council or one of its Committees for a period of six months will result in automatic disqualification from membership of Council and its Committees (unless mitigating circumstances have been notified to, and accepted by, the Chair of Council).

(v) Attendance at meetings of the Council by persons other than members of Council is by invitation only. Any such attendance must be approved by the Chair in advance of the meeting.

(vi) The Chair of Council has the power to adjourn a meeting of Council either temporarily or to an alternative date.

2. CHALLENGE TO THE QUORUM

The quorum may be challenged twice in any meeting; thereafter any challenge to the quorum shall be out of order. (The meeting is quorate when nine members are present, including at least five who are not members of the Staff of the University: Section 28.1 of the Statutes refers).

In the event of a successful challenge to the quorum, the options available to the Chair are to:

a) adjourn the meeting to an alternative date;
b) close the meeting and defer all the business to be transacted to the next ordinary meeting of Council;
c) proceed with the meeting but clearly show in the minutes that the meeting was not quorate. Any business requiring a decision will have to be referred to the next available meeting of Council unless it is considered appropriate for it to be dealt with using the urgent business procedure of Council (Standing Order 6(viii) refers).

Any business accomplished and decisions taken before the quorum is challenged will be valid.
3. POSTPONEMENT OF MEETINGS

Any meeting of the Council shall be postponed:

(i) if one half of the members signify beforehand that they are unable to attend

(ii) if half an hour after the time set for the commencement of the meeting insufficient members are present to constitute a quorum.

4. PROCEDURE

In the absence of the Chair and any Vice-Chair, Council shall at a meeting elect a Chair, for that meeting, by a show of hands.

If an ex-officio member of Council* is unable to attend a meeting of Council, they may nominate an alternate who may attend the meeting at the discretion of the Chair of Council.

*This does not apply to the Pro-Chancellors or the Treasurer.

The Chair's ruling on procedure is final.

5. AGENDA

(i) The Secretary shall compile the agenda in consultation with the Chair of Council and the Vice-Chancellor.

(ii) Requests for the inclusion of items on the agenda must reach the Secretary, with sufficient copies of any papers for circulation, fourteen days before the date of the meeting at which the item is to be considered.

(iii) Any member may submit items for the agenda; any item for which supporting papers are not provided should be accompanied by an explanatory memorandum to the Secretary.

(iv) The Chair may exclude from the agenda any proposed item which may be out of order.

(v) The agenda shall be circulated with the supporting papers at least three clear days before a meeting.

6. BUSINESS

(i) The business of Council will be organised as follows:

   Part I   Items for discussion
   Part II  Items to be confirmed, rejected or referred back without debate. The person introducing a paper may make a statement, and questions may be asked.
   Part III Items for noting. Notice must be given in writing twenty-four hours before
the meeting of (i) any matter which a member wishes to be discussed or debated: such items will be raised under Part IV of the agenda (ii) any questions on matters of fact: such questions will if possible be answered at the meeting.

Part IV Any other business

(ii) The order of items for consideration may be changed with the approval of Council. Consideration of items on the agenda may be deferred. No prior notice will be needed for matters brought up under 'Any other business' but the Chair may use discretion in ruling that any of these items are out of order or that they shall be put on the agenda for the next meeting.

(iii) The Chair's discretionary ruling may be reversed if two-thirds of the members present and voting support a motion to this effect.

(iv) Reserved area business (the pink section of the agenda) is confidential and may not be divulged to anyone else (except in the circumstances set out at (vii) below). Reserved area business is defined by Section 28.2(iii) of the Statutes of the University. All reserved area business is also restricted under the Freedom of Information Act and is not routinely published by the University.

(v) The remainder of business is separated into open/public information and information which is restricted under the Freedom of Information Act. The latter items of business are identified at the top of the agenda for meetings of the Council and its Committees and a separate set of minutes of the discussion of these items is produced. Items of business restricted under the Freedom of Information Act are not routinely published by the University. Members are free to discuss public/open items with non-members but must be mindful of the sensitive nature of the business restricted under the Freedom of Information Act. If a member considers it necessary to discuss restricted items with non-members, it must be in a general way and in confidence. If not self-evident, the originators of restricted items will make clear any information which is particularly sensitive or must be regarded as confidential.

(vi) The minutes of open/public business are published on the website of the University after they have been confirmed by the Chair.

(vii) Subsequent to a meeting of Council or one of its Committees, the resolutions (and papers which form part of the resolutions) may, as necessary, be disclosed by the Secretary to Council or the Committee, in the form adopted, to those who properly require the information. Any information which is classified as reserved area business or is restricted under the Freedom of Information Act will be identified as such for the recipient.

(viii) The Chair of Council, Treasurer and Vice-Chancellor are jointly authorised to act on behalf of Council during the vacation and at other times to deal with urgent business which requires a formal decision before the next available meeting of the Council, subject to report of any action taken to the next meeting of the Council. The decision will be confirmed by the Chair of Council, Treasurer and Vice-Chancellor in writing. This is on the basis that, if any such matter is expected to be of significant interest or the subject of significant debate, members of Council will be consulted by
correspondence before any decision is taken or a special meeting of Council will be scheduled.

7.  DECISIONS OF COUNCIL

Decisions of Council shall be made on the result of a vote on a formal seconded motion.

8.  VOTING

Voting will normally be by a show of hands, but a written ballot shall be held if one-third of those present so request.

A motion shall be declared carried if it receives a simple majority of the votes cast. In the event of a tie, the Chair shall have the right of a second or casting vote. The Secretary shall act as teller.

The number of votes cast for and against a motion will be recorded in the minutes.

9.  VOTING RIGHTS

The Chair, Vice-Chair, ex-officio members, appointed members, elected members and student members have the right to vote. Officers in attendance and observers do not have the right to vote.

10.  MOTIONS

(i) The Chair has discretion regarding the acceptance of motions. The Chair's discretionary ruling may be reversed if a majority of two-thirds of Council members present support a motion to this effect.

(ii) A challenge to the Chair on a point of order takes precedence over all other discussion.

(iii) Amendments shall be considered prior to a vote on the substantive motion.

(iv) Whenever an amendment is moved upon an original proposition, no second amendment shall be taken into consideration until the first amendment shall have been disposed of.

(v) Motions or amendments may be withdrawn by the proposer with the approval of the seconder and with the consent of Council.

(vi) A member may, though there is a motion and an amendment before Council, move

(a) 'that the Council do now adjourn', discussion of which motion shall have precedence over all other motions or amendments

(b) 'that the Council do now proceed to the next business'

(c) 'that the matter do lie on the table'
(d) 'that the matter be referred back to committee'

(e) 'that the question be now put'

If (a) is carried, Council shall forthwith determine the time and place for the meeting to be resumed, or shall authorise the Chair to convene a meeting which shall be not later than seven days prior to the next meeting of Council given in the Calendar.

If (b) is carried, the matter may not be raised again except as a formal agenda item at a subsequent meeting; if it is lost, discussion may continue, and the same motion shall not be again proposed during the discussion until a period of fifteen minutes has elapsed.

If (c) is carried, the matter may be raised subsequently in the meeting if Council so resolves.

If (e) is duly seconded, a vote shall be taken without discussion. If it is carried, the main question shall be put forthwith.

(vii) A member may, during discussion on the main question, but not during discussion on an amendment, move the previous question, that is to say, the member moves that the main question be not now put.

If such a motion is seconded, it may be discussed, but not amended. It may be displaced only by a motion to adjourn. If it is carried, there shall be no further discussion of the motion at that meeting; if it is lost, the motion shall be put forthwith.

(viii) A member who has proposed or seconded the motion under discussion may not move or second during that discussion any of the motions in clause (vi) or (vii) other than 'that the question be now put'.

11. MINUTES

Minutes of meetings will be recorded by the Secretary and approved by the Chair before circulation. The minutes of a previous meeting must be approved by the Council and signed by the Chair. The University Secretary must be advised in writing, not less than twenty-four hours before the meeting, of any proposed amendment to the unconfirmed minutes of Council.

12. AMENDMENTS TO STANDING ORDERS

Amendments to the Standing Orders may be made by a simple majority of Council, but shall not take effect until confirmed after the meeting of Council.

13. SUSPENSION OF STANDING ORDERS

Any one or more of the Standing Orders may be suspended at any meeting so far as regards any business at such meeting upon a motion duly made and seconded, without debate, provided a majority of members present and voting shall so decide.
14. **PROCEDURE FOR THE ELECTION OF REPRESENTATIVES TO SERVE ON COURT**

The procedure for the election of representatives to serve on the Court shall be that given in the next following section for the election of members of Committees.

15. **PROCEDURE FOR ELECTION OF MEMBERS OF COMMITTEES**

(i) This section shall apply to the following Committees with members elected by Council, and to any others subsequently designated by Council:

- Joint Committees with Senate
- Office of Chancellor
- Office of Vice-Chancellor
- Senior Academic Appointments
- Honorary Degrees
- Council/Senate/Students' Union

- Council Committees
  - Council Appeals (under section 27.2 of the Statutes)
  - Finance
  - Nominations
  - Remuneration

(ii) For the purpose of terms of office on Committees, 'year' shall mean a period of twelve months commencing on 1 August.

(iii) Elections for members to serve on Committees shall be held subsequent to the election of representatives of Senate to serve on Council.

(iv) The persons eligible to vote in the elections shall be those persons who will be serving on the Council during the first year for which the appointments are made.

(v) Vacancies shall be declared by notice in writing to those eligible to vote.

(vi) The notice shall be accompanied by a schedule giving a list of all the members of the main Committees of Council and Joint Council/Senate Committees.

(vii) Nominations of candidates for election shall be submitted to the Secretary of Council by a date prescribed by the Secretary.

(viii) A nomination may be submitted in either written or electronic format. A written nomination shall bear the signatures of the proposer and the seconder, who shall both be persons eligible to vote, and shall be accompanied by a declaration by the candidate that he or she will serve if elected. An electronic nomination shall consist of e-mails from the proposer and seconder confirming their nominee and an e-mail from the candidate declaring their willingness to serve if elected. A person so nominated will be elected unopposed if no other nominations are received for the vacancy.
(ix) In the event of there being a vacancy for which no nominations are received, the Nominations Committee shall fill the vacancy.

(x) The Secretary shall conduct the elections either electronically or by postal vote.

(xi) Each elector shall have one vote for each vacancy.

(xii) The candidate with the highest number of votes shall be declared elected. In the event of a tie, the person to be declared elected shall be determined by lot.

(xiii) In the case of a casual vacancy arising during the first semester of a year, a by-election shall be held in accordance with the above procedure; but casual vacancies arising in the second semester of a year shall only be filled with effect from the commencement of the following year.

16. MEMBERSHIP AND MEETINGS OF COMMITTEES

(i) The membership and terms of reference of Council Committees and Joint Council/Senate Committees are available on the website of the University: www.bath.ac.uk/internal/committees/. This information is maintained by the University Secretary's Office.

(ii) Unless otherwise specified, each Committee shall appoint its own chair, save that the Treasurer shall be chair of the Finance Committee, ex-officio. In the absence from any meeting of the Chair, the Committee shall appoint a Chair for that meeting.

(iii) A Committee shall appoint from amongst its members who are members of Council a person to present the recommendations of the Committee at a meeting of Council in the event of the Chair of the Committee not being present at the meeting of Council or not being a member of Council.

(iv) Co-option to Committees of Council and to Joint Committees of Council and Senate is normally at the discretion of the Committee concerned. However, Nominations Committee has the authority to make recommendations to Council for the co-option of members to serve on Committees of Council and Joint Committees of Council and Senate for such periods as it considers appropriate. Co-opted members will not normally be members of Council. The Chair of a Committee has discretion to invite any person to attend a meeting to submit evidence.

(v) Co-option shall normally be for one year at a time and for a maximum period of three successive years; thereafter, a member shall not be eligible for co-option until a period of one year has elapsed.

(vi) The quorum for a meeting of a Council Committee or Joint Council/Senate Committee is one third of the membership of the Committee. In the event of a successful challenge to the quorum, the options available to the Chair of the Committee are to:

a) adjourn the meeting to an alternative date;

b) close the meeting and defer all the business to be transacted to the next ordinary meeting of the Committee;
c) proceed with the meeting but clearly show in the minutes that the meeting was not quorate. Any business requiring a decision can either be referred to the next ordinary meeting of the Committee or the next available meeting of Senate/Council (as applicable). Any business accomplished and decisions taken before the quorum is challenged will be valid.

(vii) A member present at a meeting of a Council Committee by conference call shall count towards the quorum.

(viii) Attendance at meetings of a Council Committee or Joint Council/Senate Committee by persons other than members of the Committee is by invitation only. Any such attendance must be approved by the Chair of the Committee in advance of the meeting.

(ix) The Chair of a Council Committee or Joint Council/Senate Committee has the power to adjourn a meeting of the Committee either temporarily or to an alternative date.

(x) The ruling of the Chair of a Council Committee or Joint Council/Senate Committee on procedure is final.

17. SERVICE ON COMMITTEES

(i) Members elected to Committees shall normally serve for three years provided that:

(a) A member ceasing to be a member of Council shall cease to be a member of any Committees or sub-committees of Council; the member shall, however, be eligible for co-option.

(b) Notwithstanding the provisions of sub-section (a) above, a member elected by Senate to serve on a Joint Committee of Council and Senate may at the discretion of Senate complete the term of office thereon, subject to continuing membership of Senate.

(c) When a casual vacancy arises through the provision of sub-section (a) above, or for any other reason, a person elected to fill such a vacancy shall serve only for the remainder of the period for which the person whose place has become vacant was elected.

(ii) If the Chair of a Committee is unable to attend a meeting and the Committee does not have a Vice-Chair, a Chair will be elected by the members of the Committee, for that meeting, by show of hands.

(iii) If an ex-officio member of a Committee is unable to attend a meeting of their Committee, they may nominate an alternate to attend that meeting (with the exception of the Remuneration Committee*).

(iv) If a nominated or appointed member of a Committee is unable to attend a meeting of their Committee, the person nominating or the chair/head of the appointing body may nominate an alternate to attend that meeting (with the exception of the University
Ventures Board*).

(v) The Vice-Chancellor may be represented by the Deputy Vice-Chancellor at a meeting of a Committee.

(vi) Alternate membership is not otherwise allowed. The attendance of an alternate at a meeting is at the discretion of the Chair of the Committee.

* This Committee is exempted because of the specialist nature of its business.

18. POWERS OF COMMITTEES

(i) The decision of a Committee under delegated powers must be accepted unless queried as ultra vires; Council, may, however, comment or give instructions to its Committees for future guidance.

(ii) Any matter specifically referred to one Committee shall not be considered by any other committee except at the request of Council.

(iii) The Chair of a Committee is authorised to act on behalf of the Committee during the vacation and at other times to deal with urgent business which requires a formal decision before the next available meeting of the Committee, subject to report of any action taken to the next meeting of the Committee. The decision will be confirmed by the Chair in writing. This is on the basis that, if any such matter is expected to be of significant interest or the subject of significant debate, members of the Committee will be consulted by correspondence before any decision is taken or a special meeting of the Committee will be scheduled.

19. MINUTES OF COMMITTEES

Minutes of Committees shall be circulated to members of the Committee as soon as they are available and prior to their circulation with Council papers.

20. COUNCIL APPEALS COMMITTEE

Procedure

The following Standing Order shall apply to the hearing by the Council Appeals Committee (the Committee) of any appeal by a student against expulsion from the University pursuant to Section 27.2 of the Statutes.

Notice of Appeal

(i) A student who wishes to appeal (the student) must notify the University Secretary within 7 days of being informed by the University Secretary of the right to appeal. The notice must be in writing and include the grounds of appeal and a brief description of any new evidence. A notice of appeal lodged after the 7 day period shall be invalid unless the University Secretary in his/her sole discretion, has agreed an extension of time.
Committee Constitution

(ii) A standing committee of six members of Council is elected of whom three will be members of Senate.

(iii) No person who is a member of the Disciplinary Committee of Senate, or the Senate Appeals Committee, may serve on the Council Appeals Committee.

(iv) No person who is or may be called to give evidence in the case or who has had a previous involvement with the case may serve on the Committee.

(v) The Committee will appoint its own Chair who will not be a student member of Council.

(vi) The University Secretary may attend meetings of the Committee as a non-voting member.

(vii) The University Secretary will appoint a Secretary to the Committee who will have no vote.

Powers and Discretion of the Committee

(viii) In any particular case the Committee will have discretion to modify the procedure and time limits set out in this Standing Order if it considers that the interests of all parties would be better served by such modification.

(ix) The Committee, as a Committee of the Council, has the right to look at any and all papers within the University which are owned by or which are in the possession or control of the University. The Committee also has the right to call upon any person on its own motion to give evidence relating to the subject matter of the appeal or contained in any papers. The student may request the Committee to call for relevant papers which have not been made available to him or her and the Committee, subject to the provisions of Section 28.2 (ii) of the Statutes, has an absolute discretion, without giving any reason, whether to make such papers available to the student and/or to any other party.

(x) The Chair may request further information relating to the subject matter of the appeal from the student or any other person prior to the hearing with the aim of facilitating the conduct of the hearing or clarifying the issue in the interests of the parties.

The Hearing

(xi) The hearing will take place on a date as convenient as possible for all parties. This will not normally be later than 30 days from the notification of the appeal to the University Secretary. At least 7 days' notice of the hearing will be given to the student.

(xii) The student may attend the hearing and has the right to be accompanied by, or represented by, a friend or adviser.
(xiii) The appeal will not take the form of a re-hearing of the case but new evidence may be brought forward.

(xiv) The procedure of the hearing will be at the Committee's entire discretion. The hearing will not normally last for more than one working day. The normal procedure will be for the student or his or her representative to begin by explaining the grounds of appeal. This explanation will be based on the notice of appeal submitted, although the Chair has discretion to widen the areas considered.

(xv) The student may introduce witnesses in support of his or her case. The witnesses may be questioned by the student and by the members of the Committee.

(xvi) The Committee has discretion to admit or exclude witnesses in the interests of the parties and of fairly hearing the appeal. If it appears to the Chair (after consulting the members of the Committee) that the appeal cannot satisfactorily be dealt with without hearing the evidence of other persons then the hearing will be adjourned to enable further witnesses to appear. The adjournment will not normally be for a period longer than 30 days. If the persons cannot or will not attend the hearing the Chair may decide to dispense with their evidence. There will normally be no further adjournments.

(xvii) The Committee may consult any independent third party, or a legal adviser acting for the University, for advice on any relevant question and may invite such a person to sit with the Committee during the hearing and during its deliberations.

(xviii) If the student submits medical evidence, the student may be asked to undergo a medical examination by a medical practitioner nominated by the Committee.

The Decision

(xix) The Committee will consider the evidence, written and oral, put before it (including any matters of mitigation) and decide whether to ratify or revoke the expulsion of the student.

(xx) The Committee will make its decision by simple majority of those present and voting. In the case of an equality of votes, the Chair will have a second or casting vote. In accordance with Statute 27.2, the decision of the Council Appeals Committee will be final within the University. A letter of completion of internal procedures will then be issued. A student who is of the opinion that his/her case is unresolved may apply to the Office of the Independent Adjudicator.

(xxii) In accordance with Regulation 8.3, a concise record of the appeal hearing will be made available to the student. Written notification of the Committee's decision will be sent to the student by the University Secretary in accordance with Regulation 8.3. This will normally be within 14 working days of the date of the hearing.

(xxii) The Committee will, in addition, submit to the Council a written report containing its decisions, the grounds on which they have been made and any other relevant matters which the Committee wishes to bring to the Council's attention. The Council will consider these matters at the next available Council Meeting.
21. SUB-COMMITTEES

(i) Any Committee may set up such sub-committees as it may deem necessary and may determine the membership and terms of reference of each sub-committee, subject always to (a) the minutes of each such sub-committee being submitted to the appropriate main Committee and (b) the membership of each such sub-committee being such that at least half its members are members of the University.

(ii) Where the Chair of a sub-committee is not a member of the main Committee the Chair shall receive the agenda, papers and minutes of the main committee.

(iii) Where a Committee has delegated powers, further delegation to a sub-committee may only be made on the express approval of Council.

(iv) The members of sub-committees may be appointed for such periods not exceeding three years as the appropriate Committee may determine. Members are eligible for re-appointment.

22. AD HOC COMMITTEES

Council may set up an ad hoc committee, working party or group to consider any specific matter, and the terms of reference of such a committee, working party or group shall prescribe the maximum period, not normally exceeding two years, within which it shall submit its final report.

23. DISCLOSURE OF INTEREST

It is central to the proper conduct of University business that members of the Council and its Committees should act, and be perceived to act, impartially and not be influenced in their role by personal, social or business relationships.

Any member of Council or of a Council Committee is required to make an annual Declaration of Interests with respect to their own financial and non-financial interests, connections and associations and those of their close family, spouse or partner so far as is known to them. A nil return should be made where appropriate. Any material changes to the information supplied should be notified as soon as they occur.

A Register of Interests will be held in the Office of the University Secretary and may be consulted by prior arrangement by any member of the University and by any lay member of Council.

Any member who believes that he or she may have a direct or indirect personal or financial interest in any matter under discussion at a meeting of Council or of a Council Committee shall state that interest at the earliest opportunity, normally to the Chair or Secretary prior to the meeting or, if necessary, at the appropriate point during the meeting, whether or not such interests have been recorded in the Register. Such declarations shall be recorded in the minutes.

Members declaring an interest should automatically withdraw from the meeting when the relevant business is reached unless the Chair invites them to stay. If members stay in the
meeting, they may contribute to the discussion but are not entitled to vote unless the Chair indicates otherwise. A member shall not be precluded from participating in discussion of any item of business solely because he/she is an employee or student of the University; nor shall the restriction on involvement in matters of personal financial interest per se prevent any member from considering and voting on proposals to insure the Council and its members against any liabilities which it or they might incur.

Members should decline to participate in any Committee or working party or other body where there is a possibility that a conflict of interest may arise on a regular basis.

24. **ROTATION OF MEMBERS OF COUNCIL**

The Council will not normally appoint new members who are over the age of 70. Existing members will not automatically be required to stand down when they reach the age of 70 but their term of office will not normally be renewed after the age of 75.